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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of BALOISE INSURANCE	:
LTD.	:
	:
Debtor in a Foreign Proceeding	:
-----	X
-----	X
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of CITY INTERNATIONAL	:
INSURANCE COMPANY LIMITED	:
	:
Debtor in a Foreign Proceeding	:
-----	X
-----	X
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of DOWA INSURANCE	:
COMPANY (EUROPE) LIMITED	:
	:
Debtor in a Foreign Proceeding	:
-----	X
-----	X
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of EAST WEST INSURANCE	:
COMPANY LIMITED	:
	:
Debtor in a Foreign Proceeding	:

-----	X
-----	X
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of FUJI INTERNATIONAL	:
INSURANCE COMPANY LIMITED	:
	:
Debtor in a Foreign Proceeding	:
-----	X
-----	X
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of HISCOX INSURANCE	:
COMPANY LIMITED	:
	:
Debtor in a Foreign Proceeding	:
-----	X
-----	X
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of KX REINSURANCE	:
COMPANY LIMITED	:
	:
Debtor in a Foreign Proceeding	:
-----	X
-----	X
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of METROPOLITAN	:
REINSURANCE COMPANY (U.K.) LIMITED	:
	:
Debtor in a Foreign Proceeding	:
-----	X
-----	X
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of MOORGATE INSURANCE	:
COMPANY LIMITED	:
	:
Debtor in a Foreign Proceeding	:
-----	X

-----	X
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of NIPPON INSURANCE	:
COMPANY OF EUROPE LIMITED	:
	:
Debtor in a Foreign Proceeding	:
-----	X
-----	X
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of POLYGON INSURANCE	:
COMPANY LIMITED	:
	:
Debtor in a Foreign Proceeding	:
-----	X
-----	X
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of SWISS RE	:
INTERNATIONAL SE, UK BRANCH	:
	:
Debtor in a Foreign Proceeding	:
-----	X
-----	X
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case No. 10-____ (____)
foreign representative of TOWER INSURANCE	:
LIMITED	:
	:
Debtor in a Foreign Proceeding	:
-----	X

MOTION PURSUANT TO FED. R. BANKR. P. 1015(b)
FOR ORDER DIRECTING JOINT ADMINISTRATION
OF CASES UNDER CHAPTER 15 OF BANKRUPTCY CODE

PRO Insurance Solutions Limited (the "**Petitioner**") is the designated foreign representative of Baloise Insurance Ltd. ("**Baloise**"), City International Insurance Company

Limited ("**City International**"), Dowa Insurance Company (Europe) Limited ("**Dowa**"), East West Insurance Company Limited ("**East West**"), Fuji International Insurance Company Limited ("**Fuji**"), Hiscox Insurance Company Limited ("**Hiscox**"), KX Reinsurance Company Limited ("**KX**"), Metropolitan Reinsurance Company (U.K.) Limited ("**Met Re**"), Moorgate Insurance Company Limited ("**Moorgate**"), Nippon Insurance Company of Europe Limited ("**Nippon**"), Polygon Insurance Company Limited ("**Polygon**"), Swiss Re International SE, UK Branch ("**SRI**"), and Tower Insurance Limited ("**Tower**") (together, the "**Petitioning Companies**") in schemes of arrangement (the "**Schemes**") and associated proceedings under part 26 of the English Companies Act 2006 (the "**English Proceedings**") pending before the High Court of Justice of England and Wales (the "**High Court**"). The Petitioner has commenced these chapter 15 cases (the "**Chapter 15 Cases**") ancillary to the English Proceedings by filing Verified Petitions For Recognition of Foreign Proceedings with the documentation required by sections 1504 and 1515 of title 11 of the United States Code (the "**Bankruptcy Code**") seeking the entry of an order (i) recognizing the English Proceedings as "foreign main proceedings," or in the alternative, as "foreign non-main proceedings," and (ii) granting a permanent injunction and related relief.

By this Motion, the Petitioner requests the directing of joint administration of these Chapter 15 Cases pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure. In support thereof, the Petitioner respectfully represents as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the "Standing Order of Referral of Cases to Bankruptcy Judges" of the United

States District Court for the Southern District of New York (Ward, Acting C.J.), dated July 10, 1984. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(P).

2. Venue is proper in this District pursuant to 28 U.S.C. § 1410.

BACKGROUND

3. The Court is respectfully referred to the Verified Petitions For Recognition of Foreign Proceedings for a description of the English Proceedings and the circumstances leading to the filing of the Chapter 15 Cases.

RELIEF REQUESTED

4. By this Motion, the Petitioner seeks the entry of an order in the form annexed hereto as Exhibit A, directing joint administration of the Chapter 15 Cases for procedural purposes only.

5. The Petitioner respectfully requests that such relief apply to all of the Chapter 15 Cases and that any pleadings filed after the date hereof bear the following joint administration caption:

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

-----	x
<i>In re:</i>	: Chapter 15
	:
Petition of PRO Insurance Solutions Limited, as	: Case Nos. 10-____ (____)
foreign representative of BALOISE INSURANCE	: through 10-____ (____)
LTD., CITY INTERNATIONAL INSURANCE	:
COMPANY LIMITED, DOWA INSURANCE	: (Jointly Administered)
COMPANY (EUROPE) LIMITED, EAST WEST	:
INSURANCE COMPANY LIMITED, FUJI	:
INTERNATIONAL INSURANCE COMPANY	:
LIMITED, HISCOX INSURANCE COMPANY	:
LIMITED, KX REINSURANCE COMPANY	:
LIMITED, METROPOLITAN REINSURANCE	:
COMPANY (U.K.) LIMITED, MOORGATE	:
INSURANCE COMPANY LIMITED, NIPPON	:
INSURANCE COMPANY OF EUROPE	:
LIMITED, POLYGON INSURANCE COMPANY	:

LIMITED, SWISS RE INTERNATIONAL SE, UK	:
BRANCH, AND TOWER INSURANCE	:
LIMITED	:
	:
Debtors in a Foreign Proceeding.	:
-----	:
	x

6. The Petitioner also seeks the Court's direction that the following notation be entered on the docket in each of the Chapter 15 Cases to reflect the joint administration of these cases:

An Order has been entered in this case directing the procedural consolidation and joint administration of the chapter 15 cases of Baloise Insurance Ltd., City International Insurance Company Limited, Dowa Insurance Company (Europe) Limited, East West Insurance Company Limited, Fuji International Insurance Company Limited, Hiscox Insurance Company Limited, KX Reinsurance Company Limited, Metropolitan Reinsurance Company (U.K.) Limited, Moorgate Insurance Company Limited, Nippon Insurance Company of Europe Limited, Polygon Insurance Company Limited, Swiss Re International SE, UK Branch, and Tower Insurance Limited; the docket in Case No. [10-_____ (____)] should be consulted for all matters affecting this case.

JOINT ADMINISTRATION IS WARRANTED

7. Upon the filing of a petition under chapter 15 of the Bankruptcy Code, section 1519 permits this Court to grant relief, including appropriate relief under section 1521(a)(7) of the Bankruptcy Code, where "urgently needed to protect the assets of the debtor or interests of creditors." 11 U.S.C. § 1519. Section 1521(a)(7) of the Bankruptcy Code permits this Court upon request of a foreign representative to grant any "additional relief that may be available to a trustee," which would include joint administration. 11 U.S.C. § 1521. The Petitioner respectfully submits that joint administration of the Chapter 15 Cases is necessary to protect the assets of the Petitioning Companies and the interests of creditors.

8. By separate application, the Petitioner intends to request, in accordance with section 1517 of the Bankruptcy Code, that this Court set a date for the hearing on the

Petitions and the Petitioner's request for recognition of the Petitioning Companies' Schemes, entry of a permanent injunction, and related relief at the earliest time possible.

9. Bankruptcy Rule 2002(q)(1) provides that parties are to be given 20 days' notice of a hearing to consider granting the relief requested in a chapter 15 petition. *See* FED. R. BANKR. PROC. 2002(q)(1). In order to ensure that the Petitioning Companies' Scheme Creditors and other parties in interest have proper and sufficient notice of the hearing to consider recognition, including by publication, the Petitioner respectfully submits that the relief requested is urgently needed. Any delay in joint administration could delay the preparation, publication and service of notice.

10. The Petitioner respectfully submits that joint administration would protect the assets of the Petitioning Companies and the interests of creditors. If joint administration is ordered, the Petitioner will be able to preserve assets and avoid considerable unnecessary time and expense by obviating the necessity for filing duplicative motions, requesting duplicate orders and forwarding duplicate notices to creditors and parties-in-interest in the Chapter 15 Cases.

11. Additionally, joint administration will be less expensive and more efficient than the separate administration of the Petitioning Companies' estates because joint administration will permit the Court to use a single docket for all the Chapter 15 Cases and to combine notices to Scheme Creditors and other parties-in-interest of the Petitioning Companies. Indeed, due to the nature of this case, the Petitioner anticipates that numerous pleadings in these Chapter 15 Cases will affect all of the Petitioning Companies and their Scheme Creditors. Thus, joint administration will avoid a duplicative and potentially confusing filing process.

12. Furthermore, the interests of creditors will not be adversely affected because this motion requests only administrative consolidation of the Chapter 15 Cases. All

creditors and other parties in interest will retain whatever claims, interests, or other rights they have in or against a particular Petitioning Company and its estate. Indeed, the joint administration of the cases will ensure that all creditors may look to one bankruptcy case docket to file their motions or claims or otherwise seek redress against the Petitioning Companies.

NOTICE

13. The Petitioner requests that the Court grant this motion without notice to creditors. The Petitioner will serve notice of the signed order approving this motion in accordance with the procedures set forth in the Motion for Order Specifying Form and Manner of Service of Notice filed contemporaneously herewith. In light of the nature of the relief requested, the Petitioner submits and requests that this Court hold that no further notice is required.

14. This application does not raise any novel issues of law and, accordingly, the Petitioner respectfully requests that the requirement for a submission of a memorandum of law be waived.

15. No prior request for the relief sought herein has been made to this or any other court.

WHEREFORE, the Petitioner respectfully requests that the Court grant the motion and order the joint administration of the Chapter 15 Cases pursuant to 11 U.S.C. § 1521, and such other and further relief as it deems just and proper.

Dated: New York, New York
October 14, 2010

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EXHIBIT A